

**MINUTES OF THE
VINEYARD TOWN REDEVELOPMENT AGENCY
Vineyard Town Hall, 240 East Gammon Road, Vineyard, Utah
February 8, 2012 8:00 PM**

PRESENT:

Chairperson Randy Farnworth

Boardmember Sean Fernandez – *participated electronically by phone – excused at 7:55*

Boardmember Norm Holdaway

Boardmember Nathan Riley

ABSENT:

Boardmember Jeff Gillespie

Staff Present: Water Operator Sullivan Love, Town Engineer Don Overson, Town Attorney David Church, Laura Lewis/Lewis, Young, Robertson & Burningham, Town Clerk/Recorder Dan Wright, Deputy Recorder Debra Cullimore.

Others Attending: Ed Grampp of Anderson Development.

The Vineyard Town Council held a regular meeting on February 8, 2012 starting at 7:35 p.m. in the Vineyard Town Hall, 240 East Gammon Road, Vineyard, Utah.

The meeting was called to order at 7:35 p.m.

MINUTES REVIEW AND APPROVAL – The Board reviewed the minutes of the meeting of January 25, 2011.

BOARDMEMBER RILEY MOVED TO APPROVE THE MINUTES OF THE MEETING OF JANUARY 25, 2012. BOARDMEMBER HOLDAWAY SECONDED THE MOTION. ALL PRESENT VOTED IN FAVOR. THE MOTION CARRIED UNANIMOUSLY.

BUSINESS ITEMS:

1.1 Discussion and Action – Proposed Scope of Services for RDA Management Services.

The Board will review and possibly act to approve a proposal for RDA Management Services through Lewis, Young, Robertson and Burningham.

Chairperson Farnworth observed that based on the cost for the proposed services, it appears to be in the best interest of the RDA to enter into the agreement. Boardmember Riley inquired as to whether the agreement is renewable annually. Ms. Lewis explained that the proposed agreement includes a start-up fee as well as an annual fee. Terms of the contract can be renegotiated at any time as Town staff members have the capabilities to assume additional responsibilities in managing the RDA. She clarified that the tasks outlined in the agreement are tasks which need to be completed on an annual basis, and that those tasks can be completed by the Town, LYRB or a combination thereof.

Ms. Lewis went on to explain that one of the first tasks that will be undertaken as part of the RDA management agreement is to communicate with Utah County regarding payment of the tax increment in compliance with the budget established by the Taxing Entity Committee regarding triggering of payment from various areas in the RDA.

Mr. Church explained that it is necessary to get the financial systems related to the RDA functional as soon as possible. He observed that LYRB seems to be the logical choice to assist the

Town in getting necessary RDA management programs and practices in place. Ms. Lewis noted that LYRB manages RDA's for several large municipalities, and provides assistance to several other municipalities in filing annual reports.

Boardmember Riley agreed that there is an urgency to move ahead with RDA functions for the current year. However, he felt that in the future it would be beneficial to issue a Request for Proposals to compare services and costs from several vendors. Mr. Church reiterated that the agreement is terminable at any time by either party and does not create a long term obligation for the Town. He clarified that services outlined in this agreement are separate from bonding services provided by LYRB.

Chairperson Farnworth called for further comments or discussion. Hearing none, he called for a motion.

BOARDMEMBER RILEY MOVED TO APPROVE THE SCOPE OF SERVICES AGREEMENT FOR RDA MANAGEMENT BETWEEN VINEYARD AND LEWIS, YOUNG ROBERTSON AND BURNINGHAM FOR ONE YEAR WITH REVIEW IN ONE YEAR TO ASSURE THAT THAT AGREEMENT IS SERVING THE NEEDS OF THE TOWN. BOARDMEMBER HOLDAWAY SECONDED THE MOTION. ALL PRESENT VOTED IN FAVOR. THE MOTION CARRIED UNANIMOUSLY.

Boardmember Riley inquired as to whether services outlined in the agreement will be provided beginning immediately. Ms. Lewis reiterated that the first task her office will undertake will be working with Utah County to clarify triggers for receiving tax increment revenue from various areas of the RDA. Chairperson Farnworth noted that a portion of tax increment revenue which the RDA has received may be returned if the revenue was not paid according to triggers established by the Taxing Entity Committee.

Mr. Church also noted that it will be necessary to amend the annual RDA budget now that revenues have been received. Amendments will be based on actual revenue and will set up various accounts within the RDA budget.

Boardmember Fernandez was excused from electronic participation in the meeting at 7:55 p.m.

1.2 Discussion and Action – Lobbying Services to Represent the Town of Vineyard. The Board will discuss and possibly act to approve a contract with Foxley & Pignanelli, Attorneys at Law, to provide lobbying service to represent the interests of the Vineyard Redevelopment Agency during the 2012 Utah State Legislative Session.

Chairperson Farnworth explained that the Board previously discussed the need for lobbying services to protect the interests of the Town during the current State legislative session. He stated that Mr. Church recommended Foxley and Pignanelli to provide services, and that the proposal for services and payment must be approved through the RDA Board.

Ed Grampp of Anderson Development requested to address the Board. He distributed a letter contesting the hiring of Foxley and Pignanelli. The letter indicated that Anderson Development feels there is a conflict of interest with the proposed firm due to their representation of the Union Pacific Railroad in matters concerning crossings located in the RDA area.

Mr. Church stated that he and other Town representatives met with Foxley and Pignanelli at the State Capital. Mr. Church clarified that the Town is aware that the firm has represented Union Pacific, but that following discussion, neither the firm nor the Town felt that there was a conflict of interest. Chairperson Farnworth noted that Foxley and Pignanelli disclosed their representation of Union Pacific, but were confident it did not represent a conflict of interest.

Mr. Church stated that based on concerns expressed by Anderson Development, he will discuss the potential conflict of interest further with Foxley and Pignanelli prior to entering into a formal agreement for services. He noted that this firm was recommended to the Town due to the fact that there is no connection between the firm and Anderson Development. He observed that the involvement of the lobbyists during meetings has seemed to change the dynamic of the conversation.

Mr. Grampp went on to explain that there is active litigation before the courts regarding the 400 North crossing. He noted that if Union Pacific prevails, 400 North could be in jeopardy. He asserted that Foxley and Pignanelli should be held to higher standard regarding conflicts of interest due to the fact that they are attorneys.

Boardmember Riley suggested that Mr. Church is in the best position to discuss a possible conflict of interest with Foxley and Pignanelli. He expressed appreciation for their involvement in meetings thus far. He stated that he felt comfortable proceeding with their services if they feel there is no conflict of interest following further discussion with Mr. Church. Chairperson Farnworth stated that the agreement for services will be ratified at the next RDA Board meeting if the agreement is determined to be the best course of action for the RDA.

Boardmember Riley requested an update from Ms. Lewis regarding purchase of the Tax Increment Revenue Bonds. Ms. Lewis stated that an extension for submittal of purchase proposals was offered to all potential purchasers with the new deadline being February 14, 2012 at 3:00 p.m. She advised the Board to postpone closing of the bond purchase until the end of legislative session to avoid any potential problems associated with possible legislation which may impact the RDA. She clarified that any impacts to the RDA will have to be disclosed to purchasers, but that closing dates and pricing can be negotiated once proposals are received and the purchase is approved by the Board.

Mr. Overson gave an overview of planning and design of RDA projects, including a concept design for Mill Road in relation to the overpass. Advertising for bids is anticipated by April 15, 2012 with a notice to proceed anticipated by May 1, 2012. Mr. Overson stated that JUB will dedicate necessary staffing to complete the design process to achieve the anticipated time line.

ADJOURNMENT – The meeting of the Vineyard Redevelopment Agency was adjourned and the meeting of the Vineyard Town Council reconvened at 8:20 p.m. The RDA Board will schedule future meetings as necessary.

MINUTES APPROVED ON – March 7, 2012

CERTIFIED CORRECT BY _____
D. CULLIMORE, DEPUTY RECORDER